

0-312A010

\$15.00



100 North Charles Street
Baltimore, MD 21201
(301) 237-4605

CSX DISTRIBUTION SERVICES & CSX EQUIPMENT

November 6, 1990

Robert F. Hochwarth
Senior Counsel

7940 H
RECORDATION NO. FILED 1425

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INTERSTATE COMMERCE COMMISSION

Sidney L. Strickland, Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue, NW
Washington, DC 20423

Attention: Recordation Unit
Ms. Mildred Lee

Dear Sir:

On behalf of CSX Transportation, Inc., enclosed for filing and recording under 49 U.S.C. § 11303(a) and the regulations promulgated thereunder are four counterparts of a secondary document, not previously recorded, entitled Release and Satisfaction and Bill of Sale dated as of October 31, 1990.

The parties to the enclosed agreement are:

Mercantile-Safe Deposit and Trust Company (Vendor)
Corporate Trust Department
P.O. Box 2258
Baltimore, MD 21203

CSX Transportation, Inc. (Vendee), Successor
by Merger to Louisville and Nashville Railroad Company
100 North Charles Street
Baltimore, Maryland 21201

The enclosed document, among other things, releases all equipment under that certain Conditional Sale Agreement dated as of May 1, 1975 between Bethlehem Steel Corporation ("Builder") and Louisville and Nashville Railroad Company, and Agreement and Assignment dated May 1, 1975 from the Builder to the Vendor which was recorded with the Interstate Commerce Commission on June 2, 1975 under Recordation No. 7940.

The units of equipment covered by the enclosed document are all units identified in the Conditional Sale Agreement. A short summary of the document to appear in the ICC Index is as follows:

"Full and Complete Release."

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RECORDATION UNIT

Sidney L. Strickland, Secretary
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Enclosed is a check in the amount of \$15.00 in payment of the filing fee.

Once the filing has been made, please return to the undersigned a stamped copy of the instrument not needed for your files, together with the fee receipt, a copy of the letter from the ICC acknowledging the filing, and an extra copy of this letter of transmittal.

Very truly yours,

A handwritten signature in dark ink, appearing to read "R. J. Strickland", written in a cursive style.

RFH/lws

Enclosures

Release and Satisfaction and Bill of Sale

Louisville and Nashville Railroad Company Conditional Sale

Agreement dated as of May 1, 1975

RECORDATION NO. 7740-14 FILED 1225

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INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS that Mercantile Safe Deposit and Trust Company, assignee of a certain Conditional Sale Agreement dated as of May 1, 1975 between Bethlehem Steel Corporation and Louisville and Nashville Railroad Company, hereby certifies that all of the Conditional Sale Indebtedness, with interest thereon, has been fully paid or payment duly provided for, and all of the obligations under the Conditional Sale Agreement dated as of May 1, 1975 have been fully complied with and performed.

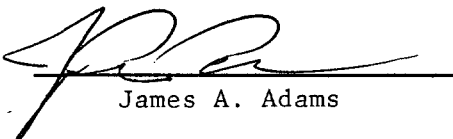
WHEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration:

Mercantile Safe Deposit and Trust Company does hereby declare said Conditional Sale Agreement dated as of May 1, 1975 to be satisfied and cancelled and does consent that the same be discharged of record, and further Mercantile Safe Deposit and Trust Company does hereby sell, assign, convey, transfer, set over, release and quitclaim without warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (Successor by merger to Louisville and Nashville Railroad Company) all of its right, title and interest in and to all of the railroad equipment of every character included in the Conditional Sale Agreement dated as of May 1, 1975.

IN WITNESS WHEREOF, Merchantile Safe Deposit and Trust Company has caused these presents to be executed in its name by its Vice President thereunto duly authorized and its corporate seal to be hereunto affixed and attested by its Corporate Trust Officer as of this 31st day of October, 1990.

ATTEST:

MERCANTILE SAFE DEPOSIT AND TRUST CO.


James A. Adams


John M. Mitchell

STATE OF MARYLAND)
) ss
CITY OF BALTIMORE)

On this 31st day of October, 1990, before me personally appeared John M. Mitchell, to be personally known, who, being by me duly sworn, says that he is Vice President of Mercantile Safe Deposit and Trust Company, that the corporate seal affixed to the foregoing instrument is the seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Michael G. Ruppel
Notary Public